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DAMIAN M. OZARK*
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+Board Certified in Business Litigation
*Also Admitted in MS and CO
**Also Admitted in NH
***Also Admitted in NJ, PA and D.C.

April 1, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: **BEACHWAY SERVICES, INC.**

200005192362--9
-04/04/02--01054--002
*****35.00 *****35.00

Dear Sir:

Enclosed please find the original Articles of Dissolution by Directors and Shareholders and Resolutions of Board of Directors and Shareholders Authorizing Dissolution of the Corporation regarding Beachway Services, Inc. I am also enclosing a check in the amount of \$35.00 for the filing fee.

Should you have any questions, please contact my office.

Sincerely,
OZARK, PERRON & MAROCCIA, P.A.

Andre R. Perron
Andre R. Perron

ARP/lss
enclosures

FILED
02 APR -4 PM 3:33
DIVISION OF STATE
TALLAHASSEE, FLORIDA

B. 1/10/02

ARTICLES OF DISSOLUTION
BY DIRECTORS AND SHAREHOLDERS
OF
BEACHWAY SERVICES, INC.

FILED
02 APR -4 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

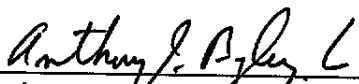
1. The name of the corporation is BEACHWAY SERVICES, INC. (the "Corporation").
2. The Corporation is dissolved on February 28, 2001 by the following resolution of Directors and Shareholders of the Corporation: "RESOLVED, That the Corporation be, and hereby is, dissolved by resolution of its Directors and Shareholders; that the President of the Corporation be, and hereby is, authorized, empowered and directed to cause a Certificate of Dissolution in appropriate form to be filed with the Secretary of the State of Florida and to take all action which he shall deem necessary or appropriate in order to wind up the affairs of the Corporation and distribute its assets as permitted by and in accordance with the corporation act of Florida; and that the Secretary of the Corporation be, and hereby is, authorized and directed to join in execution of such Certificate of Dissolution, and any other documents which the President shall deem necessary or appropriate in order to carry out the intent of the foregoing resolution."
3. The above resolution was adopted by the sole Directors and Shareholders of the Corporation. The number of shares entitled to vote is 100. The vote required for adoption for the resolution is two-thirds. The vote favoring adoption is 100%.
4. The names, titles and addresses of the directors and officers of the corporation

are:

Name	Title	Address
Anthony J. Begley, Sr.	President Treasurer	6415 Forrester Drive Bradenton, FL 34202
Fred P. Begley	Vice President Secretary	1811 78 th St. West Bradenton, FL 34209

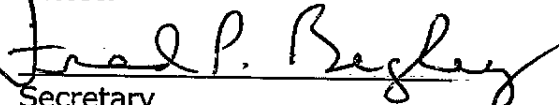
I hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true.

BEACHWAY SERVICES, INC.,
a Florida corporation



Anthony J. Begley, Sr., President

Attest:



Secretary

**Resolutions of Board of Directors and Shareholders
Authorizing Dissolution of the Corporation**

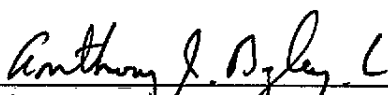
The undersigned, being the holders of all outstanding shares entitled to vote of **Beachway Services, Inc.**, do hereby adopt the following resolutions and consent to the action to be taken thereby upon written unanimous consent without a meeting pursuant to Section 607.0706 and 607.1402 of the Corporation Law of Florida and the By-laws of this Corporation.

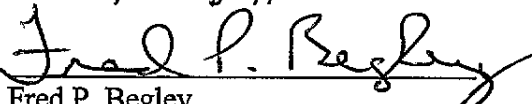
RESOLVED, that the shareholders have assessed the present financial condition of the Corporation, upon the recommendation of the Board of Directors, and it is deemed that it is in the best interests of the shareholders of this Corporation that its business be terminated, that the Corporation be dissolved, and that the assets be distributed pursuant to Florida Statute 607.1406; and it is hereby further

RESOLVED, that the President and Secretary are hereby authorized to execute and deliver the proper Certificate of Dissolution to the Secretary of State of Florida, and to obtain the necessary consent for such dissolution from the appropriate taxing authorities of Florida; and it is hereby further

RESOLVED, that the officers of the Corporation are authorized to take any and all other steps prescribed by law to complete the dissolution and wind up the affairs of the Corporation in a proper manner.

**SOLE SHAREHOLDERS
AND DIRECTORS:**


Anthony J. Begley, Sr.


Fred P. Begley